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|---------------------------------|---|-------------------------------|---|
| <i>SERFF Tracking Number:</i> | <i>PRTA-127889724</i> | <i>State:</i> | <i>Arkansas</i> |
| <i>Filing Company:</i> | <i>Protective Life Insurance Company</i> | <i>State Tracking Number:</i> | <i>50471</i> |
| <i>Company Tracking Number:</i> | <i>BETHUILIC</i> | | |
| <i>TOI:</i> | <i>ML01 Multi-Line - Assumption Agreement</i> | <i>Sub-TOI:</i> | <i>ML01.000 Multi-Line - Assumption Agreement</i> |
| <i>Product Name:</i> | <i>UILIC/PLICO-7/12</i> | | |
| <i>Project Name/Number:</i> | <i>UILIC/PLICO-7/12/UILIC/PLICO-7/12</i> | | |

Filing at a Glance

Company: Protective Life Insurance Company

Product Name: UILIC/PLICO-7/12

SERFF Tr Num: PRTA-127889724 State: Arkansas

TOI: ML01 Multi-Line - Assumption Agreement

SERFF Status: Closed-Approved-Closed
State Tr Num: 50471

Sub-TOI: ML01.000 Multi-Line - Assumption Agreement

Co Tr Num: BETHUILIC

State Status: Approved-Closed

Filing Type: Form

Author: Beth Fledderman

Reviewer(s): Linda Bird

Date Submitted: 12/14/2011

Disposition Date: 01/03/2012

Disposition Status: Approved-Closed

Implementation Date Requested: On Approval

Implementation Date:

State Filing Description:

General Information

Project Name: UILIC/PLICO-7/12

Status of Filing in Domicile: Pending

Project Number: UILIC/PLICO-7/12

Date Approved in Domicile:

Requested Filing Mode: Review & Approval

Domicile Status Comments: Filed concurrently in Tennessee.

Explanation for Combination/Other:

Market Type: Individual

Submission Type: New Submission

Individual Market Type:

Overall Rate Impact:

Filing Status Changed: 01/03/2012

State Status Changed: 01/03/2012

Deemer Date:

Created By: Beth Fledderman

Submitted By: Beth Fledderman

Corresponding Filing Tracking Number:

Filing Description:

Re: Merger Endorsement Certificate – Form No. UILIC/PLICO-7/12

Merger of United Investors Life Insurance Company ("UILIC") with and into Protective Life Insurance Company ("PLICO")

The above cited form is being submitted for your review and approval for use in your state. This form will not replace any form currently in use by the Company.

This merger endorsement certificate is being submitted in connection with the proposed merger between UILIC and

SERFF Tracking Number: PRTA-127889724 State: Arkansas
Filing Company: Protective Life Insurance Company State Tracking Number: 50471
Company Tracking Number: BETHUILIC
TOI: ML01 Multi-Line - Assumption Agreement Sub-TOI: ML01.000 Multi-Line - Assumption Agreement
Product Name: UILIC/PLICO-7/12
Project Name/Number: UILIC/PLICO-7/12/UILIC/PLICO-7/12

PLICO, with PLICO as the surviving company. The proposed effective date of the merger is July 1, 2012, and this merger endorsement certificate is to be attached to the policies to reflect that merger. The Plan of Merger was approved by the Tennessee Department of Insurance on October 28, 2011 and by the Nebraska Department of Insurance on October 6, 2011.

Pursuant to the terms of the merger, all policies of insurance in force effective as of the date of the merger shall be assumed by PLICO. The policies of insurance in force are fixed and variable life and annuities. We will only be servicing existing business. PLICO does not anticipate using any forms filed for use by UILIC.

The Flesch Reading Ease Test score for this form is 50.7.

If you need further information you may contact me by email at beth.fledderman@protective.com or toll-free at (800) 866-3555, Ext. 5539.

Company and Contact

Filing Contact Information

Elizabeth Fledderman, Policy Contract Filing Specialist
elizabeth.fledderman@protective.com
2801 Highway 280 South
Birmingham, AL 35223
800-866-3555 [Phone] 5539 [Ext]
205-268-3401 [FAX]

Filing Company Information

Protective Life Insurance Company
2801 Highway 280
Birmingham, AL 35223
(800) 866-3555 ext. [Phone]
CoCode: 68136
Group Code: 458
Group Name:
FEIN Number: 63-0169720
State of Domicile: Tennessee
Company Type:
State ID Number:

Filing Fees

Fee Required? Yes
Fee Amount: \$50.00
Retaliatory? No
Fee Explanation: 1 form, no retaliatory fee = \$50
Per Company: No

| COMPANY | AMOUNT | DATE PROCESSED | TRANSACTION # |
|---------|--------|----------------|---------------|
|---------|--------|----------------|---------------|

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| <i>Filing Company:</i> | <i>Protective Life Insurance Company</i> | <i>State Tracking Number:</i> | <i>50471</i> |
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| <i>Product Name:</i> | <i>UILIC/PLICO-7/12</i> | | |
| <i>Project Name/Number:</i> | <i>UILIC/PLICO-7/12/UILIC/PLICO-7/12</i> | | |
| Protective Life Insurance Company | \$50.00 | 12/14/2011 | 54523110 |

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| Company Tracking Number: | BETHUILIC | | |
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| Product Name: | UILIC/PLICO-7/12 | | |
| Project Name/Number: | UILIC/PLICO-7/12/UILIC/PLICO-7/12 | | |

Correspondence Summary

Dispositions

| Status | Created By | Created On | Date Submitted |
|-----------------|------------|------------|----------------|
| Approved-Closed | Linda Bird | 01/03/2012 | 01/03/2012 |

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Disposition

Disposition Date: 01/03/2012

Implementation Date:

Status: Approved-Closed

Comment:

Rate data does NOT apply to filing.

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| Schedule | Schedule Item | Schedule Item Status | Public Access |
|----------------------------|--------------------------------|-----------------------------|----------------------|
| Supporting Document | Flesch Certification | | Yes |
| Supporting Document | Statement of Variability | | Yes |
| Supporting Document | Compliance Certification | | Yes |
| Form | Merger Endorsement Certificate | | Yes |

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Company Tracking Number: BETHUILIC

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Product Name: UILIC/PLICO-7/12

Project Name/Number: UILIC/PLICO-7/12/UILIC/PLICO-7/12

Form Schedule

Lead Form Number: UILIC/PLICO-7/12

| Schedule Item Status | Form Number | Form Type Form Name | Action | Action Specific Data | Readability | Attachment |
|----------------------|------------------|--|---------|----------------------|-------------|----------------------|
| | UILIC/PLICO-7/12 | Policy/Cont Merger Endorsement Initial ract/Fratern Certificate al Certificate: Amendmen t, Insert Page, Endorseme nt or Rider | Initial | | 50.700 | UILIC.PLICO-7.12.pdf |

PROTECTIVE LIFE INSURANCE COMPANY
[P.O. Box 12687
Birmingham, Alabama 35202-6686]
Telephone: [(800) 955-4304]

[John Doe]
[123 Main Street
Any State, USA 00000]

Name of Insured:
Policy number:
Effective date:

[John Doe]
[specimen]
July 1, 2012

MERGER ENDORSEMENT CERTIFICATE

This is to certify that United Investors Life Insurance Company has been merged with and into Protective Life Insurance Company, pursuant to the terms of the Agreement and Plan of Merger dated August 9, 2011, between United Investors Life Insurance Company and Protective Life Insurance Company (the "Merger"), and that pursuant to the Merger, the above numbered policy, previously issued or assumed by:

UNITED INVESTORS LIFE INSURANCE COMPANY

Has Now Been Assumed by Operation of Law by

PROTECTIVE LIFE INSURANCE COMPANY

in accordance with its terms and conditions as of July 1, 2012, provided the policy was in-force under its terms on that date. The policy is subject to all defenses and offsets available to United Investors Life Insurance Company on that date.

Protective Life Insurance Company will carry out the provisions of the above policy and perform all obligations contained therein as fully as the same would or should have been performed by United Investors Life Insurance Company, conditioned upon the Insured or policyholder paying the premiums to Protective Life Insurance Company, in the same amount and at the time required by the terms of the above numbered policy and by complying with all terms and conditions thereof on his or her part.

All premiums falling due after July 1, 2012 should be paid to and all credits should be directed to Protective Life Insurance Company.

All policies of insurance outstanding against United Investors Life Insurance Company shall be assumed by Protective Life Insurance Company on the same terms and conditions as if such policies had continued in force with United Investors Life Insurance Company and Protective Life Insurance Company shall carry out the terms of such policy and be entitled to all the rights and privileges thereof and the reserves accumulating on such policy prior to the Merger.

FOR INFORMATION, CALL: [(800) 955-4304]

This Merger Endorsement has been signed on behalf of Protective Life Insurance Company by [John D. Johns], its [President], and attested by [Deborah J. Long], its [Secretary].



[John D. Johns]
[President]



[Deborah J. Long]
[Secretary]

**THIS ENDORSEMENT BECOMES A PART OF YOUR POLICY AND SHOULD BE
ATTACHED TO YOUR POLICY.**

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| Project Name/Number: | UILIC/PLICO-7/12/UILIC/PLICO-7/12 | | |

Supporting Document Schedules

| | | Item Status: | Status Date: |
|---------------------------------|--------------------------|--------------|-----------------|
| Satisfied - Item: | Flesch Certification | | |
| Comments: | | | |
| Attachment: | | | |
| Readability Certification.pdf | | | |
| | | | |
| | | Item Status: | Status Date: |
| Satisfied - Item: | Statement of Variability | | |
| Comments: | | | |
| Attachment: | | | |
| Statement of Variability.pdf | | | |
| | | | |
| | | Item Status: | Status Date: |
| Satisfied - Item: | Compliance Certification | | |
| Comments: | | | |
| Attachment: | | | |
| AR Compliance Certification.pdf | | | |

PROTECTIVE LIFE INSURANCE COMPANY
Birmingham, Alabama

READABILITY CERTIFICATION

This is to certify that the listed forms, and state variations thereof, have achieved the stated Flesch Reading Ease Test scores:

| FORM | SCORE |
|------------------|--------------|
| UILIC/PLICO-7/12 | 50.7 |

Signed for the Company by:



Keith Kirkley, J.D. MBA
2nd Vice President and Compliance Officer

December 13, 2011

Statement of Variability
UILIC/PLICO-7/12
and any State Variations Thereof

Variable material is denoted by [square brackets].

John Doe information is the owner's name, owner's address, insured's name and policy number.

Company Address – Will accurately disclose the company's mailing address applicable to the location where the policy is administered.

Company Toll-Free Telephone Number – Will accurately disclose the company's toll-free telephone number applicable to the location where the policy is administered.

Officer's Names and Titles – Will only be changed to accurately disclose the company's officer. This change would not be made until any required notifications or regulatory filings are completed.

CERTIFICATION

I certify that the information contained in this Statement of Variability is true and correct to the best of my knowledge and belief, and that I am duly authorized by the company to make this certification.

Signed for the Company by:

A handwritten signature in black ink that reads "Keith Kirkley". The signature is written in a cursive, flowing style with a horizontal line extending from the end of the name.

Keith Kirkley, J.D. MBA
2nd Vice President, Compliance Officer
Protective Life Insurance Company

December 12, 2011

PROTECTIVE LIFE INSURANCE COMPANY BIRMINGHAM, ALABAMA

CERTIFICATION OF COMPLIANCE

Arkansas

FILING:
UILIC/PLICO-7/12

This is to certify that the Company is in compliance with Arkansas Insurance Department regarding:

Rule and Regulation 19 requirements of Unfair Sex Discrimination in the Sale of Insurance;

Rule and Regulation 49 requirements for Guaranty Association Notice;

Code Ann. 23-79-138 requirements for Consumer Notice.

**Keith
Kirkley**

Digitally signed by Keith Kirkley
DN: cn=Keith Kirkley, o=US,
o=Protective Life Insurance
Company, ou=Compliance,
email=keith.kirkley@protective.com
Date: 2011.12.13 14:03:47 -06'00'

Keith Kirkley, J.D., MBA
2nd VP, Compliance Officer

12/14/2011